



53473200520100100

ANNUAL STATEMENT
FOR THE YEAR ENDING DECEMBER 31, 2005
OF THE CONDITION AND AFFAIRS OF THE
BLUE CROSS & BLUE SHIELD OF RHODE ISLAND

NAIC Group Code

1224

(Current Period)

1224

(Prior Period)

NAIC Company Code

53473

Employer's ID Number

05-0158952

Organized under the Laws of

RHODE ISLAND

, State of Domicile or Port of Entry

RHODE ISLAND

Country of Domicile

US

Licensed as business type:

Life, Accident & Health

[]

Property/Casualty

[]

Hospital, Medical & Dental Service or Indemnity

[X]

Dental Service Corporation

[]

Vision Service Corporation

[]

Health Maintenance Organization

[]

Other

[]

Is HMO Federally Qualified?

YES

[]

NO

[]

Incorporated/Organized:

February 27, 1939

Commenced Business:

September 1, 1939

Statutory Home Office:

444 WESTMINSTER STREET

PROVIDENCE, RI

02903

Main Administrative Office:

444 WESTMINSTER STREET

PROVIDENCE, RI

02903

401-459-1000

Mail Address:

444 WESTMINSTER STREET

PROVIDENCE, RI

02903

Primary Location of Books and Records:

ONE EMPIRE PLAZA

PROVIDENCE, RI

02903

401-459-1000

Internet Website Address:

WWW.BCBSRI.COM

Statutory Statement Contact:

BRIAN M. O'MALLEY

401-459-1924

O'MALLEY.B@BCBSRI.ORG

401-459-1875

Policyowner Relations Contact:

LORI QUARANTA

PROVIDENCE, RI

02903

401-459-5520

OFFICERS

	Name	Title
1.	JAMES E. PURCELL, ESQ.	PRESIDENT & CHIEF EXECUTIVE OFFICER
2.	JAMES JOY	SR. V.P. & CHIEF FINANCIAL OFFICER
3.		

Vice-Presidents

Name	Title	Name	Title
THOMAS A. BOYD	EXEC. VICE PRESIDENT	MATTHEW T. BRANNIGAN	V.P.-SALES
RICHARD P. FARIAS	EXEC. VICE PRESIDENT	ERIC GASBARRO #	V.P.-HUMAN RESOURCES
JOHN H. GORMAN	V.P.-PLANNING	DALE D. HUFF	V.P.-CHIEF COMMUN. OFFICER
JAMES JOY	SR. V.P. & CHIEF FINANCIAL OFFICER	STEPHAN B. KATINAS	V.P.-CONTRACTING
MICHELE LEDERBERG #	GENERAL COUNSEL & V.P.	LINDA H. NEWTON	V.P.-COMMUNITY RELATIONS
MICHAEL H. SAMUELSON	V.P.-HEALTH & WELLNESS	EVERETT J. SUTHERLAND #	V.P.-INFORMATION TECHNOLOGY SERV.
LYNNE A. URBANI	SR. V.P. -PROVIDER RELATIONS		

DIRECTORS OR TRUSTEES

FRANCES X. BASILE, JR. M.D. #	JUDGE EDWARD C. CLIFTON	THOMAS L. FALCONE	SAMUEL H. HAVENS
MONICA HORAN, ESQ.	JUANA I. HORTON	DEBORAH R. JACOBSON	BRADFORD B. KOPP
WILLIAM C. MCGOWAN	ARTHUR J. MITCHELL, JR.	KENNETH M. MOFFAT	FRANK J. MONTANARO
ANNE E. POWERS #	EDWIN L. RUSSELL	SHELDON S. SOLLOSY	BRADLEY J. WAUGH #
MARC S. WEINBERG, M.D.			

State of . RHODE ISLAND .
County of . PROVIDENCE . ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature)	(Signature)	(Signature)
JAMES E. PURCELL, ESQ.	JAMES JOY	
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
PRESIDENT & CHIEF EXECUTIVE OFFICER	SR. V.P. & CHIEF FINANCIAL OFFICER	
(Title)	(Title)	(Title)

Subscribed and sworn to before me this

day of

, 2006

a. Is this an original filing?

YES [X] NO []

b. If no:

1. State the amendment number

2. Date filed

3. Number of pages attached

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
MEMORIAL HOSPITAL	1,068,484					1,068,484
PLUMBERS & PIPEFITTERS LO	700,796					700,796
I B E W LOCAL 99	664,137					664,137
SOUTH COUNTY HOSPITAL	271,597	275,906				547,503
STATE OF RI-26 PAY EMPLOY	530,985					530,985
AMGEN	418,239					418,239
AMERICAN WHOLESALE INS NA	365,091					365,091
PEARSON COMPOSITES LLC	145,005	145,879				290,884
SWAROVSKI CONSUMER GOODS	270,859					270,859
HOPKINS MANOR LTD	90,070	87,146	93,045	20,796	20,796	270,261
DIRECT PAY MONTHLY	120,637	66,416	30,415			217,468
MONARCH UNION	106,880	110,534				217,414
GENERAL CABLE CORPORATION	198,119					198,119
AMTROL INC	190,337					190,337
CHARLESGATE NURSING CENTE	84,105	94,479				178,584
ROSS SIMONS INC	168,704					168,704
WESTERLY HOSPITAL EMPLOYE	151,044					151,044
PAINTERS UNION NO 195	144,870					144,870
NORTH SMITHFIELD SCHOOL D	142,110					142,110
BIOSCRIP INC	137,324					137,324
EDWARDS & ANGELL - OUT OF	135,240					135,240
WESTERLY HOSPITAL UNION	130,200					130,200
SURVIVAIR INC	60,457	66,586				127,043
D D BENEFITS INC	122,213					122,213
REHABILITATION HOSPITAL O	120,058					120,058
DAVOL	113,343					113,343
SWAROVSKI BLUE CARD	104,673					104,673
SMITHFIELD FIRE DEPARTMEN	50,932	48,068				99,000
E PROVIDENCE SCHOOL DEPAR	49,364	48,553				97,917
UNITED AUTO GROUP	97,205					97,205
SOUTH COUNTY HOSPITAL	46,843	48,781				95,624
THUNDERMIST HEALTH CENTER	95,152					95,152
NORTHERN RI ANESTHESIA AS	94,474					94,474
WESTERLY HOSPITAL MANAGEM	93,676					93,676
WOMEN & INFANTS HOSPITAL	46,702	46,883				93,585
ROSEWOOD	45,744	46,314				92,058
PROVIDENCE SCHOOL	90,350					90,350
KENT COUNTY MEMORIAL HOSP	86,634					86,634
WOMEN & INFANTS HOSPITAL	42,986	43,235				86,221
EPOCH ON BLACKSTONE BLVD	42,021	43,142				85,163
KENT COUNTY MEMORIAL HOSP	82,850					82,850
FIBER COMPOSITES	80,894					80,894
UNIVERSITY MEDICAL GROUP	77,109					77,109
PARKVIEW NURSING HOME	37,769	37,769				75,538
ELMHURST EXTENDED CARE FA	74,741					74,741
LAIDLAW INTERNATIONAL INC	33,164	39,228				72,392
LANDMARK MEDICAL CENTER W	70,295					70,295
GREENE PLASTICS CORPORATI	65,147					65,147

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
OCSENES CORPORATION DBA S	64,835					64,835
ALDEN YACHTS	33,168	29,733				62,901
EDWARDS & ANGELL	62,746					62,746
MEMORIAL HOSPITAL	62,396					62,396
JOHN CRANE SEALOL - B	60,798					60,798
EDWARDS & ANGELL	58,685					58,685
CEDAR CREST NURSING CENTE	58,267					58,267
WILMINGTON FINANCE INC	32,232	25,222				57,454
HOPKINS MANOR LTD	18,484	18,168	19,406	20,328	20,328	56,058
HINCKLEY ALLEN & SNYDER		53,847				53,847
LANDMARK MEDICAL CENTER W	51,857					51,857
LIN TELEVISION CORPORATIO	51,033					51,033
CENTRAL FALLS POLICE DEPT	47,171					47,171
PAWTUXET VALLEY PRES	16,922	16,603	13,069			46,594
BIOSYSTEMS	44,547					44,547
UNIVERSITY MEDICAL GROUP	24,304	20,098				44,402
MARRIOTT INTERNATIONAL	44,106					44,106
BACOU-DALLOZ AMERICAS DC	22,665	20,139				42,804
BENEFIT CONCEPTS INC	42,377					42,377
AMERICAN WHOLESALE - LOCA	40,439					40,439
PATRIOT DISPOSAL	40,049					40,049
CITY OF CENTRAL FALLS POL	39,802					39,802
CHILD INC	39,711					39,711
SWAROVSKI BLUE CARD - HOU	39,315					39,315
CITY OF CENTRAL FALLS FIR	38,799					38,799
A C S	38,557					38,557
FINELINE GRAPHICS INC	37,588					37,588
VISITING NURSE SRV OF GRE	37,110					37,110
CENTRAL FALLS CITY EMPLOY	36,828					36,828
VENTURCAP INVESTMENT GROU	36,323					36,323
UNITED METHODIST ELDER CA	35,535					35,535
PROVIDENCE SCHOOL DEPT RE	33,564					33,564
REAL REEL SALISBURY NC 10	33,472					33,472
WOONSOCKET HEALTH	32,973					32,973
WOMEN & INFANTS HOSPITAL	16,502	16,378				32,880
QUALITY METRIC INC	32,588					32,588
RESIDENTIAL PROPERTIES	32,460					32,460
RI LEGAL SERVICES INC	32,168					32,168
PROVIDENCE SCHOOL DEPT MI	32,132					32,132
KEY CONTAINER CORP- UNION	31,873					31,873
PHYSICAL THERAPY	13,435	9,840	8,562			31,837
CITY OF NEWPORT PLAN 65	15,481	16,100				31,581
PROVIDENCE SCHOOL AIDES/B	31,068					31,068
SOUTH SHORE UTILITY CONTR	15,928	14,110				30,038
VNS HOME HEALTH CARE	29,997					29,997
WESTERLY HOSPITAL EMPLOYE	29,315					29,315
RAMBONE DISPOSAL SERVICES	15,505	13,715				29,220
AIPSO-RETIREES	28,787					28,787

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EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
PAWTUCKET FASTENERS	14,388	14,388				28,776
HOMEFRONT HEALTH CARE	28,114					28,114
COMMONWEALTH ENGINEERS &	28,095					28,095
CENTRAL FALLS FIRE DEPT R	27,544					27,544
GREYLAWN FOODS INC	27,180					27,180
MARK ACCOUNTING SERVICES	27,070					27,070
CUMBERLAND TRU STONE	17,897	8,895				26,792
WOMEN & INFANTS HOSPITAL	13,331	13,453				26,784
AUSTIN ROSS CONSTRUCTION	26,701					26,701
GEORGE PATTON ASSOCIATES	26,513					26,513
PAWTUCKET FASTENERS	26,377					26,377
EQUITY TITLE & CLOSING	26,275					26,275
A & W ARTESIAN WELL COMPA	26,038					26,038
ORION RETAIL SERVICES	25,821					25,821
PROVIDENCE COLLEGE CLERGY	8,245	8,245	9,304	5,132	5,132	25,794
EAST GATE NURSING & RECOV	25,336					25,336
CENTRAL FALLS NON-REPRESE	24,947					24,947
DOUBLETREE HOTEL TYSON'S	24,495					24,495
RI TRUCKING ASSOCIATION/D	24,480					24,480
R B C INDUSTRIES INC	24,250					24,250
AUTOMATIC TEMPERATURE CON	24,028					24,028
DOUBLETREE TULSA-WARREN P	24,027					24,027
KENT COUNTY MEMORIAL HOSP	23,997					23,997
AGE RATED	11,793	12,189				23,982
ROSEWOOD	15,865	7,947				23,812
HOWARD LEIGHT INDUSTRIES	23,661					23,661
TRI-STATE MORTGAGE	11,958	11,655				23,613
NEWPORT FEDERAL SAVINGS	23,115					23,115
MATERIAL SAND & STONE COP	22,936					22,936
RI REHABILITATION INSTITU	22,757					22,757
CLIPPER HOME	22,418					22,418
CULLION EXCAVATING CORP	22,241					22,241
UNITED AUTO GROUP	22,004					22,004
NEW YORK ACCESORY GROUP I	21,956					21,956
PROVIDENCE RETIREES 2000	21,938					21,938
JONDOUGH LLC DBA THE NORT	11,156	10,782				21,938
BOYS & GIRLS CLUBS OF PRO	21,844					21,844
TOWER MANUFACTURING CORPO	21,452					21,452
MCLAUGHLIN AUTOMOTIVE STO	21,433					21,433
AGE RATED	11,093	9,711	621			21,425
JADE ENGINEERED PLASTICS	21,422					21,422
EQUITY CONCEPTS INC	21,341					21,341
MONARCH INDUSTRIES WATERB	21,338					21,338
CEDAR CREST NURSING CENTE	21,314					21,314
ASSOCIATES IN ANESTHESIA	21,310					21,310
SMITHFIELD PEAT COMPANY I	21,038					21,038
CITY OF NEWPORT	20,735					20,735
RAMBONE DISPOSAL SERVICES	10,337	10,337				20,674

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EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
AIR & ENERGY	10,320	9,949				20,269
BERKSHIRE PLACE LTD	20,219					20,219
HARWOOD MFG COMPANY	10,068	10,068				20,136
GAROFALO AND ASSOCIATES	19,895					19,895
WOONSOCKET HEALTH	19,855					19,855
WATCH HILL NURSING HOME	19,371					19,371
JUST-A-STRETCH INC	9,023	9,923				18,946
WARWICK URGENT CARE PARTN	9,228	9,706				18,934
KEY CONTAINER - OFFICE	18,890					18,890
CAM H V A C & CONSTRUCTIO	18,837					18,837
KENT COUNTY MEMORIAL HOSP	18,712					18,712
LOCKHEED WINDOW CORP	18,658					18,658
MARKET MODELS INC	18,615					18,615
DAVENPORT ASSOCIATES LTD	18,495					18,495
PUBLIC EMPLOYEES HEALTH S	9,257	9,207				18,464
AMERICAN ALARMS INC	8,172	10,288				18,460
AHARONIAN & ASSOCIATES	9,217	9,217				18,434
RESOLUTE RACING SHELLS	9,106	9,106				18,212
PAWTUXET VALLEY PRES	5,394	5,394	7,386			18,174
D D BENEFITS INC	17,770					17,770
AGE RATED	11,890	5,715				17,605
HEATHERWOOD NURSING & REH	17,602					17,602
VIRGINIA TRANSPORTATION C	17,053					17,053
SCHAUMBURG MARRIOTT	9,610	7,230				16,840
OCEAN STATE TECHNICAL SER	16,776					16,776
S COUNTY NURSING & REHAB	16,707					16,707
SOUTH COUNTY HOSPITAL	9,191	7,420				16,611
WOONSOCKET CITY EMPLOYEES	16,609					16,609
PLANNED PARENTHOOD OF RI	16,312					16,312
CITY OF WARWICK	16,201					16,201
MEL-CO ED INC	16,200					16,200
STANLEY'S BOAT YARD INC	8,189	7,966				16,155
WRIGHT LOGISTICS/DBA NETW	2,460	9,574	4,023			16,057
AWCRI DBA WOMEN'S CARE IN	16,055					16,055
AGE RATED	7,589	8,449				16,038
MONAROCK TRUCK & TRAILER	16,036					16,036
ZION BIBLE INSTITUTE	16,023					16,023
PASCACK BUILDERS INC	7,993	7,993				15,986
RAVEN CONST INC	15,734					15,734
SANSIVERI KIMBALL & MCNA	15,672					15,672
ROL FLO ENGINEERING INC	15,666					15,666
WOONSOCKET CITY EMPLOYEES	15,665					15,665
PROVIDENCE INVESTMENT MAN	7,444	8,218				15,662
DOUBLE TREE TULSA - C2C 5	15,533					15,533
DIRECT PLAN 65 MARCH	15,443					15,443
ALLSTATE INSURANCE CO.	15,233					15,233
GLL CARDIOLOGY	14,454	747				15,201
FOREST FARM HEALTH CARE	15,157					15,157

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EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
TEDOR PHARMA INC	15,046					15,046
FIGORE PONTIAC	14,831					14,831
ADVANCED PHARMACY CONCEPT	8,749	6,032				14,781
NEW ENGLAND ANESTHESIOLOG	14,667					14,667
HEATHERWOOD NURSING & REH	14,589					14,589
TOWER MANUFACTURING CORPO	14,545					14,545
THE ELLIOTT GROUP - MEDIC	14,349					14,349
JOHN ROCCHIO CORP	7,493	6,787				14,280
REFERRAL MORTGAGE INC.	14,262					14,262
WOONSOCKET FIREFIGHTERS	14,126					14,126
TOLL GATE RADIOLOGY INC	14,051					14,051
PRIMARY CARE OF NEW ENGLA	13,995					13,995
N AND D TRANSPORTATION	13,871					13,871
SOUTH COUNTY HOSPITAL	6,879	6,879				13,758
DIRECT PAY MONTHLY	8,775	4,911				13,686
ODEH ENGINEERS INC.	13,669					13,669
AGE RATED	8,552	2,893	2,052			13,497
DIRECT MONTHLY NEW ENROLL	10,126	3,354				13,480
TEAM INC	6,599	6,831				13,430
NE POWER CO / NON UNION P	6,651	6,651				13,302
CENTRAL SCALE COMPANY	13,271					13,271
BUTLER HOSPITAL	13,025					13,025
NORHTERN RI ANIMAL HOSPIT	12,961					12,961
CELLINIINC	12,885					12,885
CENTRAL FALLS HOUSING AUT	12,831					12,831
CROWNE PLAZA SPRINGFIELD	12,809					12,809
BUTLER HOSPITAL	12,547					12,547
THE EDUCATION PARTNERSHIP	12,480					12,480
FULFORD MFG CO	12,473					12,473
CONST MATERIAL CORP/QUALI	12,101					12,101
UNITED MANAGEMENT TRUST L	12,021					12,021
THE COMPASS SCHOOL	10,577		1,415			11,992
PAWTUCKET FASTNERS - BLUE	11,950					11,950
ANOX KALDNISC	6,402	5,545				11,947
RHODE ISLAND KIDS COUNT	4,343	7,592				11,935
SUPERIOR ELECTRIC CO.	11,916					11,916
NATIONAL BROKERAGE SERVIC	5,192	6,689				11,881
AMERICAN ALARMS INC	5,890	5,890				11,780
AFFORDABLE FUNDING MORTAG	11,720					11,720
ELECTRUM	3,412	4,142	4,142	4,871	4,871	11,696
MARKETING & MEDIA SERVICE	11,269	414				11,683
ADVANCED BLDG CONCEPTS	11,679					11,679
S COUNTY NURSING & REHAB	11,670					11,670
SCITUATE LEASING CORPORAT	11,651					11,651
CONLON MOVING & STORAGE I	11,626					11,626
CLEANSCAPE INC	9,151		2,393			11,544
E PROVIDENCE SCHOOL DEPAR	11,496					11,496
OCEAN STATE JOBBERS RI SA	11,443					11,443

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EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
SPARDELLO'S CLOTHIER'S	5,200	6,184				11,384
BRISTOL CUSHIONS AND ACCE	11,307					11,307
RUMFORD DAY NURSERY	11,160					11,160
CROWNE PLAZA - SPRINGFIEL	11,144					11,144
WESTERLY HOSPITAL UNION	10,951					10,951
CAL SUPPLY	10,843					10,843
H C WOODMANSEE & SON INC	10,776					10,776
DILEONARDO INTERNATIONAL	10,737					10,737
DECOTTS INSURANCE ASSOCIA	4,981	5,610				10,591
CHILD INC	10,571					10,571
EDWARDS & ANGELL - OUT OF		10,262	293			10,555
PROVIDENCE SCHOOL DEPT CL	10,460					10,460
THE GRILLE ON MAIN ST	10,441					10,441
SEA CORPORATION	10,409					10,409
INTERCITY REPAIR INC	10,369					10,369
CITY OF NEWPORT	10,368					10,368
BREWSTER THORNTON & RAPP	4,845	5,517				10,362
LEUKEMIA & LYMPHOMA SOCIE	5,805	4,468				10,273
DIRECT PAY QUARTERLY	3,478	6,733				10,211
PILGRIM TITLE INS CO	4,752	5,456				10,208
NEW DRIVE MEDIGAP GROUPS	7,438	2,742				10,180
AMERI-FI MORTGAGE CORPORA	10,133					10,133
WOOD-N-WIRE FENCE CO. IN	10,003					10,003
0299997 Group subscriber subtotal	12,313,516	1,878,226	196,126	51,127	51,127	14,387,868
0299998 Premiums due and unpaid not individually listed	2,156,298	377,609	207,683	138,409	138,409	2,741,590
0299999 Total group	14,469,814	2,255,835	403,809	189,536	189,536	17,129,458
0399999 Premiums due and unpaid from Medicare entities	111,597			6,270,776		6,382,373
0499999 Premiums due and unpaid from Medicaid entities	595,800					595,800
0599999 Accident and health premiums due and unpaid (Page 2, Line 13)	15,177,211	2,255,835	403,809	6,460,312	189,536	24,107,631

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EXHIBIT 4 - CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)
Aging Analysis of Unpaid Claims

[illegible]

EXHIBIT 5 - AMOUNTS DUE FROM PARENT, SUBSIDIARIES AND AFFILIATES

[illegible]

EXHIBIT 6 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES

1	2	3	4	5
Affiliate	Description	Amount	Current	Non-Current
		NONE		

EXHIBIT 7 - PART 1 - SUMMARY OF TRANSACTIONS WITH PROVIDERS

Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total	3 Total Members Covered	4 Column 3 as a % of Total	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
Capitation Payments:						
1. Medical groups	5,840,201	0.42	145,698	32.85		5,840,201
2. Intermediaries	2,531,654	0.18	40,335	9.10		2,531,654
3. All other providers						
4. Total capitation payments	8,371,855	0.60	186,033	41.95		8,371,855
Other Payments:						
5. Fee-for-service			X X X	X X X		
6. Contractual fee payments	1,377,385,234	99.40	X X X	X X X		1,377,385,234
7. Bonus/withhold arrangements - fee-for-service			X X X	X X X		
8. Bonus/withhold arrangements - contractual fee payments			X X X	X X X		
9. Non-contingent salaries			X X X	X X X		
10. Aggregate cost arrangements			X X X	X X X		
11. All other payments			X X X	X X X		
12. Total other payments	1,377,385,234	99.40	X X X	X X X		1,377,385,234
13. Total (Line 4 plus Line 12)	1,385,757,089	100%	X X X	X X X		1,385,757,089

EXHIBIT 7 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES

[illegible]

EXHIBIT 8 - FURNITURE, EQUIPMENT, AND SUPPLIES OWNED

	1	2	3	4	5	6
Description	Cost	Improvements	Accumulated Depreciation	Book Value Less Encumbrances	Assets Not Admitted	Net Admitted Assets
1. Administrative furniture and equipment	9,000,626		5,060,532	3,940,094	3,940,094	
2. Medical furniture, equipment and fixtures						
3. Pharmaceuticals and surgical supplies						
4. Durable medical equipment						
5. Other property and equipment						
6. Total	9,000,626		5,060,532	3,940,094	3,940,094	



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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION Blue Cross & Blue Shield of Rhode Island 2. Providence, RI (LOCATION)

NAIC Group Code: 1224 BUSINESS IN THE STATE OF RHODE ISLAND DURING THE YEAR 2005 NAIC Company Code 53473

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Stop Loss	11 Disability Income	12 Long-Term Care	13 Other
		2 Individual	3 Group										
Total Members at end of:													
1. Prior Year	367,888	14,404	258,772	34,852		38,921	20,939						
2. First Quarter	445,432	14,913	273,593	33,394		42,542	25,390	42,033	13,567				
3. Second Quarter	449,366	15,085	267,374	27,152		60,611	25,128	40,237	13,779				
4. Third Quarter	441,226	15,282	256,392	26,875		63,464	24,998	40,326	13,889				
5. Current Year	443,447	16,030	258,855	26,564		62,783	24,889	40,335	13,991				
6. Current Year Member Months	5,305,000	183,359	3,179,330	349,489		635,964	301,384	490,589	164,885				
Total Member Ambulatory Encounters for Year:													
7. Physician	2,483,889	79,819	1,786,889					538,807	78,374				
8. Non-Physician	784,573	29,050	608,463					122,830	24,230				
9. Total	3,268,462	108,869	2,395,352					661,637	102,604				
10. Hospital Patient Days Incurred	155,383	5,269	69,542					75,909	4,663				
11. Number of Inpatient Admissions	33,220	1,182	17,352					13,379	1,307				
12. Health Premiums Written	1,587,833,631	48,027,475	967,697,501	42,306,380		41,221,634	86,913,873	366,284,132	35,382,636				
13. Life Premiums Direct													
14. Property/Casualty Premiums Written													
15. Health Premiums Earned	1,586,311,421	47,853,730	967,472,490	42,306,380		41,221,634	86,913,873	365,450,943	35,092,371				
16. Property/Casualty Premiums Earned													
17. Amount Paid for Provision of Health Care Services	1,385,757,089	52,101,487	846,200,015	43,871,125		37,028,015	80,372,342	298,181,891	28,002,214				
18. Amount Incurred for Provision of Health Care Services	1,388,829,608	50,245,283	818,969,854	43,421,125		37,109,015	80,050,342	328,233,015	30,800,974				

(a) For health business: number of persons insured under PPO managed care products 334,688 and number of persons insured under indemnity only products 19,412



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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION Blue Cross & Blue Shield of Rhode Island 2. Providence, RI (LOCATION)

NAIC Group Code: 1224 BUSINESS IN THE STATE OF TOTAL DURING THE YEAR 2005 NAIC Company Code 53473

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Stop Loss	11 Disability Income	12 Long-Term Care	13 Other
		2 Individual	3 Group										
Total Members at end of:													
1. Prior Year	367,888	14,404	258,772	34,852		38,921	20,939						
2. First Quarter	445,432	14,913	273,593	33,394		42,542	25,390	42,033	13,567				
3. Second Quarter	449,366	15,085	267,374	27,152		60,611	25,128	40,237	13,779				
4. Third Quarter	441,226	15,282	256,392	26,875		63,464	24,998	40,326	13,889				
5. Current Year	443,447	16,030	258,855	26,564		62,783	24,889	40,335	13,991				
6. Current Year Member Months	5,305,000	183,359	3,179,330	349,489		635,964	301,384	490,589	164,885				
Total Member Ambulatory Encounters for Year:													
7. Physician	2,483,889	79,819	1,786,889					538,807	78,374				
8. Non-Physician	784,573	29,050	608,463					122,830	24,230				
9. Total	3,268,462	108,869	2,395,352					661,637	102,604				
10. Hospital Patient Days Incurred	155,383	5,269	69,542					75,909	4,663				
11. Number of Inpatient Admissions	33,220	1,182	17,352					13,379	1,307				
12. Health Premiums Written	1,587,833,631	48,027,475	967,697,501	42,306,380		41,221,634	86,913,873	366,284,132	35,382,636				
13. Life Premiums Direct													
14. Property/Casualty Premiums Written													
15. Health Premiums Earned	1,586,311,421	47,853,730	967,472,490	42,306,380		41,221,634	86,913,873	365,450,943	35,092,371				
16. Property/Casualty Premiums Earned													
17. Amount Paid for Provision of Health Care Services	1,385,757,089	52,101,487	846,200,015	43,871,125		37,028,015	80,372,342	298,181,891	28,002,214				
18. Amount Incurred for Provision of Health Care Services	1,388,829,608	50,245,283	818,969,854	43,421,125		37,109,015	80,050,342	328,233,015	30,800,974				

(a) For health business: number of persons insured under PPO managed care products 334,688 and number of persons insured under indemnity only products 19,412

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31, prior year	19,548,917
2.	Increase (decrease) by adjustment:	
2.1	Totals, Part 1, Column 11	(559,248)
2.2	Totals, Part 3, Column 7	
3.	Cost of acquired, (Totals, Part 2, Column 6, net of encumbrances (Column 7) and net of additions and permanent improvements (Column 9))	
4.	Cost of additions and permanent improvements:	
4.1	Totals, Part 1, Column 14	15,972
4.2	Totals, Part 3, Column 9	
5.	Total profit (loss) on sales, Part 3, Column 14	
6.	Increase (decrease) by foreign exchange adjustment:	
6.1	Totals, Part 1, Column 12	
6.2	Totals, Part 3, Column 8	
7.	Amounts received on sales, Part 3, Column 11 and Part 1, Column 13	
8.	Book/adjusted carrying value at the end of current period	19,005,641
9.	Total valuation allowance	
10.	Subtotal (Lines 8 plus 9)	19,005,641
11.	Total nonadmitted amounts	
12.	Statement value, current period (Page 2, real estate lines, Net Admitted Assets Column)	19,005,641

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest on mortgages owned, December 31 of prior year	
2.	Amount loaned during year:	
2.1	Actual cost at time of acquisitions	
2.2	Additional investment made after acquisitions	
3.	Accrual of discount and mortgage interest points and commitment fees	
4.	Increase (decrease) by adjustment	
5.	Total profit (loss) on sale	NONE
6.	Amounts paid on account or in full during the year	
7.	Amortization of premium	
8.	Increase (decrease) by foreign exchange adjustment	
9.	Book value/recorded investment excluding accrued interest on mortgages owned at end of current period	
10.	Total valuation allowance	
11.	Subtotal (Lines 9 plus 10)	
12.	Total nonadmitted amounts	
13.	Statement value of mortgages owned at end of current period (Page 2, mortgage lines, Net Admitted Assets Column)	

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Long-Term Invested Assets

1.	Book/adjusted carrying value of long-term invested assets owned, December 31 of prior year	
2.	Cost of acquisitions during year:	
2.1	Actual cost at time of acquisitions	
2.2	Additional investment made after acquisitions	
3.	Accrual of discount	
4.	Increase (decrease) by adjustment	
5.	Total profit (loss) on sale	NONE
6.	Amounts paid on account or in full during the year	
7.	Amortization of premium	
8.	Increase (decrease) by foreign exchange adjustment	
9.	Book/adjusted carrying value of long-term invested assets at end of current period	
10.	Total valuation allowance	
11.	Subtotal (Lines 9 plus 10)	
12.	Total nonadmitted amounts	
13.	Statement value of long-term invested assets at end of current period (Page 2, Line 7, Column 3)	

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
1. U.S. Governments, Schedules D & DA (Group 1)											
1.1 Class 1	51,576,740	158,629,681	17,718,198	45,624	118	227,970,361	47.502	263,065,460	55.131	227,970,361	
1.2 Class 2											
1.3 Class 3											
1.4 Class 4											
1.5 Class 5											
1.6 Class 6											
1.7 Totals	51,576,740	158,629,681	17,718,198	45,624	118	227,970,361	47.502	263,065,460	55.131	227,970,361	
2. All Other Governments, Schedules D & DA (Group 2)											
2.1 Class 1								999,396	0.209		
2.2 Class 2											
2.3 Class 3											
2.4 Class 4											
2.5 Class 5											
2.6 Class 6											
2.7 Totals								999,396	0.209		
3. States, Territories and Possessions, etc., Guaranteed, Schedules D & DA (Group 3)											
3.1 Class 1		1,000,609				1,000,609	0.208	1,000,942	0.210	1,000,609	
3.2 Class 2											
3.3 Class 3											
3.4 Class 4											
3.5 Class 5											
3.6 Class 6											
3.7 Totals		1,000,609				1,000,609	0.208	1,000,942	0.210	1,000,609	
4. Political Subdivisions of States, Territories and Possessions, Guaranteed, Schedules D & DA (Group 4)											
4.1 Class 1											
4.2 Class 2											
4.3 Class 3											
4.4 Class 4											
4.5 Class 5											
4.6 Class 6											
4.7 Totals											
5. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed, Schedules D & DA (Group 5)											
5.1 Class 1	1,377,927	3,447,237	2,342,463	1,885,603	605,574	9,658,804	2.013	7,261,165	1.522	9,658,803	
5.2 Class 2											
5.3 Class 3											
5.4 Class 4											
5.5 Class 5											
5.6 Class 6											
5.7 Totals	1,377,927	3,447,237	2,342,463	1,885,603	605,574	9,658,804	2.013	7,261,165	1.522	9,658,803	

SCHEDULE D - PART 1A - SECTION 1 (continued)
Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
6. Public Utilities (Unaffiliated), Schedules D & DA (Group 6)											
6.1 Class 1	5,777,616	6,137,050	2,993,367			14,908,033	3.106	10,309,434	2.161	14,908,033	
6.2 Class 2											
6.3 Class 3											
6.4 Class 4											
6.5 Class 5											
6.6 Class 6											
6.7 Totals	5,777,616	6,137,050	2,993,367			14,908,033	3.106	10,309,434	2.161	14,908,033	
7. Industrial & Miscellaneous (Unaffiliated), Schedules D & DA (Group 7)											
7.1 Class 1	45,326,671	140,923,225	36,167,297	1,963,699		224,380,892	46.755	194,525,925	40.767	224,380,892	
7.2 Class 2	1,993,872					1,993,872	0.415			1,993,872	
7.3 Class 3											
7.4 Class 4											
7.5 Class 5											
7.6 Class 6											
7.7 Totals	47,320,543	140,923,225	36,167,297	1,963,699		226,374,764	47.170	194,525,925	40.767	226,374,764	
8. Credit Tenant Loans, Schedules D & DA (Group 8)											
8.1 Class 1											
8.2 Class 2											
8.3 Class 3											
8.4 Class 4											
8.5 Class 5											
8.6 Class 6											
8.7 Totals											
9. Parent, Subsidiaries and Affiliates, Schedules D & DA (Group 9)											
9.1 Class 1											
9.2 Class 2											
9.3 Class 3											
9.4 Class 4											
9.5 Class 5											
9.6 Class 6											
9.7 Totals											

SCHEDULE D - PART 1A - SECTION 1 (continued)
Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
10. Total Bonds Current Year											
10.1 Class 1	104,058,954	310,137,802	59,221,325	3,894,926	605,692	477,918,699	99.585	X X X	X X X	477,918,698	
10.2 Class 2	1,993,872					1,993,872	0.415	X X X	X X X	1,993,872	
10.3 Class 3								X X X	X X X		
10.4 Class 4								X X X	X X X		
10.5 Class 5						(c)		X X X	X X X		
10.6 Class 6						(c)		X X X	X X X		
10.7 Totals	106,052,826	310,137,802	59,221,325	3,894,926	605,692	(b) 479,912,571	100.000	X X X	X X X	479,912,570	
10.8 Line 10.7 as a % of Col. 6	22.098	64.624	12.340	0.812	0.126	100.000	X X X	X X X	X X X	100.000	
11. Total Bonds Prior Year											
11.1 Class 1	81,124,641	341,600,292	51,793,540	2,640,675	3,174	X X X	X X X	477,162,322	100.000	477,162,322	
11.2 Class 2						X X X	X X X				
11.3 Class 3						X X X	X X X				
11.4 Class 4						X X X	X X X				
11.5 Class 5						X X X	X X X	(c)			
11.6 Class 6						X X X	X X X	(c)			
11.7 Totals	81,124,641	341,600,292	51,793,540	2,640,675	3,174	X X X	X X X	(b) 477,162,322	100.000	477,162,322	
11.8 Line 11.7 as a % of Col. 8	17.001	71.590	10.854	0.553	0.001	X X X	X X X	100.000	X X X	100.000	
12. Total Publicly Traded Bonds											
12.1 Class 1	104,058,954	310,137,801	59,221,325	3,894,926	605,692	477,918,698	99.585	477,162,322	100.000	477,918,698	X X X
12.2 Class 2	1,993,872					1,993,872	0.415			1,993,872	X X X
12.3 Class 3											X X X
12.4 Class 4											X X X
12.5 Class 5											X X X
12.6 Class 6											X X X
12.7 Totals	106,052,826	310,137,801	59,221,325	3,894,926	605,692	479,912,570	100.000	477,162,322	100.000	479,912,570	X X X
12.8 Line 12.7 as a % of Col. 6	22.098	64.624	12.340	0.812	0.126	100.000	X X X	X X X	X X X	100.000	X X X
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	22.098	64.624	12.340	0.812	0.126	100.000	X X X	X X X	X X X	100.000	X X X
13. Total Privately Placed Bonds											
13.1 Class 1										X X X	
13.2 Class 2										X X X	
13.3 Class 3										X X X	
13.4 Class 4										X X X	
13.5 Class 5										X X X	
13.6 Class 6										X X X	
13.7 Totals										X X X	
13.8 Line 13.7 as a % of Col. 6							X X X	X X X	X X X	X X X	
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10							X X X	X X X	X X X	X X X	

(a) Includes \$ 0 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$ 0 current year, \$ 0 prior year of bonds with Z designations and \$ 0 current year, \$ 0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class is under regulatory review.

(c) Includes \$ 0 current year, \$ 0 prior year of bonds with 5* designations and \$ 0 current year, \$ 0 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

	1	2	3	4	5	6	7	8	9	10	11
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed
1. U.S. Governments, Schedules D & DA (Group 1)											
1.1 Issuer Obligations	50,047,130	156,118,096	17,043,577			223,208,803	46.510	256,838,716	53.826	223,208,802	
1.2 Single Class Mortgage-Backed/Asset-Backed Securities	1,529,610	2,511,585	674,621	45,624	118	4,761,558	0.992	6,226,744	1.305	4,761,559	
1.7 Totals	51,576,740	158,629,681	17,718,198	45,624	118	227,970,361	47.502	263,065,460	55.131	227,970,361	
2. All Other Governments, Schedules D & DA (Group 2)											
2.1 Issuer Obligations								999,396	0.209		
2.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
2.3 Defined											
2.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
2.5 Defined											
2.6 Other											
2.7 Totals								999,396	0.209		
3. States, Territories and Possessions, Guaranteed, Schedules D & DA (Group 3)											
3.1 Issuer Obligations		1,000,609				1,000,609	0.208	1,000,942	0.210	1,000,609	
3.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
3.3 Defined											
3.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
3.5 Defined											
3.6 Other											
3.7 Totals		1,000,609				1,000,609	0.208	1,000,942	0.210	1,000,609	
4. Political Subdivisions of States, Territories and Possessions, Guaranteed, Schedules D & DA (Group 4)											
4.1 Issuer Obligations											
4.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
4.3 Defined											
4.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
4.5 Defined											
4.6 Other											
4.7 Totals											
5. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed, Schedules D & DA (Group 5)											
5.1 Issuer Obligations											
5.2 Single Class Mortgage-Backed/Asset-Backed Securities	1,377,927	3,447,237	2,342,463	1,885,603	605,574	9,658,804	2.013	7,261,165	1.522	9,658,803	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
5.3 Defined											
5.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
5.5 Defined											
5.6 Other											
5.7 Totals	1,377,927	3,447,237	2,342,463	1,885,603	605,574	9,658,804	2.013	7,261,165	1.522	9,658,803	

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

	1	2	3	4	5	6	7	8	9	10	11
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed
6. Public Utilities (Unaffiliated), Schedules D & DA (Group 6)											
6.1 Issuer Obligations	5,777,616	6,137,050	2,993,367			14,908,033	3.106	10,309,434	2.161	14,908,033	
6.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
6.3 Defined											
6.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
6.5 Defined											
6.6 Other											
6.7 Totals	5,777,616	6,137,050	2,993,367			14,908,033	3.106	10,309,434	2.161	14,908,033	
7. Industrial & Miscellaneous (Unaffiliated), Schedules D & DA (Group 7)											
7.1 Issuer Obligations	27,664,839	83,090,762	20,492,597			131,248,198	27.348	118,762,965	24.889	131,248,197	
7.2 Single Class Mortgage-Backed/Asset-Backed Securities	173,267	461,143	106,954	14,775		756,139	0.158	937,457	0.196	756,139	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
7.3 Defined	1,238,930	8,132,926	1,092,294	459,043		10,923,193	2.276	2,014,572	0.422	10,923,192	
7.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
7.5 Defined	4,464,607	21,798,511	11,775,435			38,038,553	7.926	31,531,827	6.608	38,038,554	
7.6 Other	13,778,902	27,439,882	2,700,017	1,489,881		45,408,682	9.462	41,279,104	8.651	45,408,682	
7.7 Totals	47,320,545	140,923,224	36,167,297	1,963,699		226,374,765	47.170	194,525,925	40.767	226,374,764	
8. Credit Tenant Loans, Schedules D & DA (Group 8)											
8.1 Issuer Obligations											
8.7 Totals											
9. Parent, Subsidiaries and Affiliates, Schedules D & DA (Group 9)											
9.1 Issuer Obligations											
9.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
9.3 Defined											
9.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
9.5 Defined											
9.6 Other											
9.7 Totals											

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

	1	2	3	4	5	6	7	8	9	10	11
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed
10. Total Bonds Current Year											
10.1 Issuer Obligations	83,489,585	246,346,517	40,529,541			370,365,643	77.174	X X X	X X X	370,365,641	
10.2 Single Class Mortgage-Backed/Asset-Backed Securities	3,080,804	6,419,965	3,124,038	1,946,002	605,692	15,176,501	3.162	X X X	X X X	15,176,501	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
10.3 Defined	1,238,930	8,132,926	1,092,294	459,043		10,923,193	2.276	X X X	X X X	10,923,192	
10.4 Other								X X X	X X X		
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
10.5 Defined	4,464,607	21,798,511	11,775,435			38,038,553	7.926	X X X	X X X	38,038,554	
10.6 Other	13,778,902	27,439,882	2,700,017	1,489,881		45,408,682	9.462	X X X	X X X	45,408,682	
10.7 Totals	106,052,828	310,137,801	59,221,325	3,894,926	605,692	479,912,572	100.000	X X X	X X X	479,912,570	
10.8 Line 10.7 as a % of Col. 6	22.098	64.624	12.340	0.812	0.126	100.000	X X X	X X X	X X X	100.000	
11. Total Bonds Prior Year											
11.1 Issuer Obligations	67,666,407	273,964,108	46,280,939			X X X	X X X	387,911,454	81.295	387,911,454	
11.2 Single Class Mortgage-Backed/Asset-Backed Securities	3,606,331	6,090,137	3,084,845	1,640,878	3,174	X X X	X X X	14,425,365	3.023	14,425,365	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
11.3 Defined		2,014,572				X X X	X X X	2,014,572	0.422	2,014,572	
11.4 Other						X X X	X X X				
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
11.5 Defined	3,755,327	25,459,469	2,317,031			X X X	X X X	31,531,827	6.608	31,531,827	
11.6 Other	6,096,576	34,072,006	110,725	999,798		X X X	X X X	41,279,105	8.651	41,279,104	
11.7 Totals	81,124,641	341,600,292	51,793,540	2,640,676	3,174	X X X	X X X	477,162,323	100.000	477,162,322	
11.8 Line 11.7 as a % of Col. 8	17.001	71.590	10.854	0.553	0.001	X X X	X X X	100.000	X X X	100.000	
12. Total Publicly Traded Bonds											
12.1 Issuer Obligations	83,489,585	246,346,516	40,529,540			370,365,641	77.174	387,911,454	81.295	370,365,641	X X X
12.2 Single Class Mortgage-Backed/Asset-Backed Securities	3,080,804	6,419,965	3,124,038	1,946,002	605,692	15,176,501	3.162	14,425,365	3.023	15,176,501	X X X
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
12.3 Defined	1,238,930	8,132,926	1,092,294	459,043		10,923,193	2.276	2,014,572	0.422	10,923,193	X X X
12.4 Other											X X X
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
12.5 Defined	4,464,607	21,798,511	11,775,435			38,038,553	7.926	31,531,827	6.608	38,038,553	X X X
12.6 Other	13,778,902	27,439,882	2,700,017	1,489,881		45,408,682	9.462	41,279,104	8.651	45,408,682	X X X
12.7 Totals	106,052,828	310,137,800	59,221,324	3,894,926	605,692	479,912,570	100.000	477,162,322	100.000	479,912,570	X X X
12.8 Line 12.7 as a % of Col. 6	22.098	64.624	12.340	0.812	0.126	100.000	X X X	X X X	X X X	100.000	X X X
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	22.098	64.624	12.340	0.812	0.126	100.000	X X X	X X X	X X X	100.000	X X X
13. Total Privately Placed Bonds											
13.1 Issuer Obligations										X X X	
13.2 Single Class Mortgage-Backed/Asset-Backed Securities										X X X	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
13.3 Defined										X X X	
13.4 Other										X X X	
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
13.5 Defined										X X X	
13.6 Other										X X X	
13.7 Totals										X X X	
13.8 Line 13.7 as a % of Col. 6							X X X	X X X	X X X	X X X	
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10							X X X	X X X	X X X	X X X	

SCHEDULE DA - PART 2 - VERIFICATION BETWEEN YEARS

Short - Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year	5,694,711	5,694,711			
2. Cost of short-term investments acquired	357,314,469	357,314,469			
3. Increase (decrease) by adjustment					
4. Increase (decrease) by foreign exchange adjustment					
5. Total profit (loss) on disposal of short-term investments					
6. Consideration received on disposal of short-term investments	351,691,468	351,691,468			
7. Book/adjusted carrying value, current year	11,317,712	11,317,712			
8. Total valuation allowance					
9. Subtotal (Lines 7 plus 8)	11,317,712	11,317,712			
10. Total nonadmitted amounts					
11. Statement value (Lines 9 minus 10)	11,317,712	11,317,712			
12. Income collected during year	300,649	300,649			
13. Income earned during year	303,224	303,224			

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment: _____

SCHEDULE DB - PART A - VERIFICATION BETWEEN YEARS

Options, Caps, Floors and Insurance Futures Options Owned

1.	Book value, December 31, prior year (Line 8, prior year)	
2.	Cost/Option Premium (Section 2, Column 7)	
3.	Increase/(Decrease) by Adjustment (Section 1, Column 12) plus (Section 3, Column 13)	
4.	Gain/(Loss) on Termination:	
4.1	Recognized (Sec. 3, Column 14)	
4.2	Used to Adjust Basis of Hedged Item (Section 3, Column 15)	
5.	Consideration Received on Terminations (Section 3, Column 12)	
6.	Used to Adjust Basis on Open Contracts (Sec. 1, Column 13)	
7.	Disposition of Deferred Amount on Contracts Terminated in Prior Year:	
7.1	Recognized	
7.2	Used to Adjust Basis of Hedged Item	
8.	Book value, December 31, Current Year (Lines 1 + 2 + 3 + 4 - 5 - 6 - 7)	

NONE

SCHEDULE DB - PART B - VERIFICATION BETWEEN YEARS

Options, Caps, Floors and Insurance Futures Options Written

1.	Book value, December 31, prior year (Line 8, prior year)	
2.	Consideration received (Section 2, Column 7)	
3.	Increase/(Decrease) by Adjustment (Section 1, Column 12) plus (Section 3, Column 13)	
4.	Gain/(Loss) on Termination:	
4.1	Recognized (Section 3, Column 14)	
4.2	Used to Adjust Basis (Section 3, Column 15)	
5.	Consideration Paid on Terminations (Section 3, Column 12)	
6.	Used to Adjust Basis on Open Contracts (Section 1, Column 13)	
7.	Disposition of Deferred Amount on Contracts Terminated in Prior Year:	
7.1	Recognized	
7.2	Used to Adjust Basis	
8.	Book value, December 31, Current Year	

NONE

SCHEDULE DB - PART C - VERIFICATION BETWEEN YEARS
Swaps and Forwards

1.	Book value, December 31, prior year (Line 8, prior year)		
2.	Cost or (Consideration Received) (Section 2, Column 7)		
3.	Increase/(Decrease) by Adjustment (Section 1, Column 12) plus (Section 3, Column 13)		
4.	Gain/(Loss) on Termination:		
4.1	Recognized (Section 3, Column 14)		
4.2	Used to Adjust Basis of Hedged Item (Section 3, Column 15)		
5.	Consideration Received (or Paid) on Terminations (Section 3, Column 12)		
6.	Used to Adjust Basis of Hedged Item on Open Contracts (Section 1, Column 13)		
7.	Disposition of Deferred Amount on Contracts Terminated in Prior Year:		
7.1	Recognized		
7.2	Used to Adjust Basis of Hedged Item		
8.	Book value, December 31, Current Year (Lines 1 + 2 + 3 + 4 - 5 - 6 - 7)		

NONE

SCHEDULE DB - PART D - VERIFICATION BETWEEN YEARS
Futures Contracts and Insurance Futures Contracts

1.	Book value, December 31, prior year (Line 8, prior year)		
2.	Change in total Variation Margin on Open Contracts (Difference between years-Section 1, Column 6)		
3.1	Change in Variation Margin on Open Contracts Used to Adjust Basis of Hedged Item (Section 1, Column 11)		
3.2	Change in Variation Margin on Open Contracts Recognized (Difference between years-Section 1, Column 10)		
4.1	Variation Margin on Contracts Terminated During the Year (Section 3, Column 6)		
4.2	Less:		
4.21	Gain/(Loss) Recognized in Current Year (Section 3, Column 11)		
4.22	Gain/(Loss) Used to Adjust Basis of Hedge (Section 3, Column 12)		
4.3	Subtotal (Line 4.1 minus Line 4.2)		
5.1	Net Additions to Cash Deposits (Section 2, Column 7)		
5.2	Less: Net Reductions to Cash Deposits (Section 3, Column 9)		
6.	Subtotal (Lines 1 - 2 + 3.1 + 3.2 - 4.3 + 5.2)		
7.	Disposition of Gain/(Loss) on Contracts Terminated in Prior Year:		
7.1	Recognized		
7.2	Used to Adjust Basis of Hedged Item		
8.	Book value, December 31, current year (Lines 6 + 7.1 + 7.2)		

NONE

SCHEDULE DB - PART E - VERIFICATION
Statement Value and Fair Value of Open Contracts

1.	Part A, Section 1, Column 10		Statement Value
2.	Part B, Section 1, Column 10		
3.	Part C, Section 1, Column 10		
4.	Part D, Section 1, Column 9 - 12		
5.	Lines (1) - (2) + (3) + (4)		
6.	Part E, Section 1, Column 4		
7.	Part E, Section 1, Column 5		
8.	Lines (5) - (6) - (7)		
9.	Part A, Section 1, Column 11		Fair Value
10.	Part B, Section 1, Column 11		
11.	Part C, Section 1, Column 11		
12.	Part D, Section 1, Column 9		
13.	Lines (9) - (10) + (11) + (12)		
14.	Part E, Section 1, Column 7		
15.	Part E, Section 1, Column 8		
16.	Lines (13) - (14) - (15)		

NONE

SCHEDULE DB - PART F - SECTION 2

Reconciliation of Replicated (Synthetic) Assets Open

	First Quarter		Second Quarter		Third Quarter		Fourth Quarter		Year-To-Date	
	1	2	3	4	5	6	7	8	9	10
	Number of Positions	Total Replicated (Synthetic) Assets Statement Value	Number of Positions	Total Replicated (Synthetic) Assets Statement Value	Number of Positions	Total Replicated (Synthetic) Assets Statement Value	Number of Positions	Total Replicated (Synthetic) Assets Statement Value	Number of Positions	Total Replicated (Synthetic) Assets Statement Value
1. Beginning Inventory										
2. Add: Opened or Acquired Transactions										
3. Add: Increases in Replicated Asset Statement Value	X X X		X X X	NONE	X X X		X X X		X X X	
4. Less: Closed or Disposed of Transactions										
5. Less: Positions Disposed of for Failing Effectiveness Criteria										
6. Less: Decreases in Replicated (Synthetic) Asset Statement Value	X X X		X X X		X X X		X X X		X X X	
7. Ending Inventory										

SCHEDULE S - PART 1 - SECTION 2

Reinsurance Assumed Accident and Health Insurance Listed by Reinsured Company as of December 31, Current Year

[illegible]

Annual Statement for the year 2005 of the **BLUE CROSS & BLUE SHIELD OF RHODE ISLAND**

SCHEDULE S - PART 3 - SECTION 2

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

[illegible]

SCHEDULE S - PART 5

Five-Year Exhibit of Reinsurance Ceded Business

(000 Omitted)

	1 2005	2 2004	3 2003	4 2002	5 2001
A. OPERATIONS ITEMS					
1. Premiums	399	335	252	241	213
2. Title XVIII-Medicare	833				
3. Title XIX-Medicaid	290				
4. Commissions and reinsurance expense allowance					
5. Total hospital and medical expenses					
B. BALANCE SHEET ITEMS					
6. Premiums receivable					
7. Claims payable					
8. Reinsurance recoverable on paid losses	299	48	8	28	1
9. Experience rating refunds due or unpaid					
10. Commissions and reinsurance expense allowances unpaid					
11. Unauthorized reinsurance offset					
C. UNAUTHORIZED REINSURANCE (DEPOSITS BY AND FUNDS WITHHELD FROM)					
12. Funds deposited by and withheld from (F)					
13. Letters of credit (L)					
14. Trust agreements (T)					
15. Other (O)					

SCHEDULE S - PART 6

Restatement of Balance Sheet to Identify Net Credit For Ceded Reinsurance

	1	2	3
	As Reported (net of ceded)	Restatement Adjustments	Restated (gross of ceded)
ASSETS (Page 2, Col. 3)			
1. Cash and invested assets (Line 10)	511,880,274		511,880,274
2. Accident and health premiums due and unpaid (Line 13)	24,855,305		24,855,305
3. Amounts recoverable from reinsurers (Line 14.1)	298,989	(298,989)	
4. Net credit for ceded reinsurance	X X X		
5. All other admitted assets (Balance)	57,701,206		57,701,206
6. Total assets (Line 26)	594,735,774	(298,989)	594,436,785
LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
7. Claims unpaid (Line 1)	137,053,161		137,053,161
8. Accrued medical incentive pool and bonus payments (Line 2)	75,076		75,076
9. Premiums received in advance (Line 8)	24,641,059		24,641,059
10. Reinsurance in unauthorized companies (Line 18)			
11. All other liabilities (Balance)	116,765,192		116,765,192
12. Total liabilities (Line 22)	278,534,488		278,534,488
13. Total capital and surplus (Line 31)	315,902,297	X X X	315,902,297
14. Total liabilities, capital and surplus (Line 32)	594,436,785		594,436,785
NET CREDIT FOR CEDED REINSURANCE			
15. Claims unpaid			
16. Accrued medical incentive pool			
17. Premiums received in advance			
18. Reinsurance recoverable on paid losses	298,989		
19. Other ceded reinsurance recoverables			
20. Total ceded reinsurance recoverables	298,989		
21. Premiums receivable			
22. Unauthorized reinsurance			
23. Other ceded reinsurance payables/offsets			
24. Total ceded reinsurance payables/offsets			
25. Total net credit for ceded reinsurance	298,989		

SCHEDULE T - PART 2

INTERSTATE COMPACT PRODUCTS - EXHIBIT OF PREMIUMS WRITTEN

Allocated By States and Territories

			Direct Business Only					
			1	2	3	4	5	6
States, Etc.			Life (Group and Individual)	Annuities (Group and Individual)	Disability Income (Group and Individual)	Long-Term Care (Group and Individual)	Deposit-Type Contracts	Totals
1.	Alabama	AL						
2.	Alaska	AK						
3.	Arizona	AZ						
4.	Arkansas	AR						
5.	California	CA						
6.	Colorado	CO						
7.	Connecticut	CT						
8.	Delaware	DE						
9.	District of Columbia	DC						
10.	Florida	FL						
11.	Georgia	GA						
12.	Hawaii	HI						
13.	Idaho	ID						
14.	Illinois	IL						
15.	Indiana	IN						
16.	Iowa	IA						
17.	Kansas	KS						
18.	Kentucky	KY						
19.	Louisiana	LA						
20.	Maine	ME						
21.	Maryland	MD						
22.	Massachusetts	MA						
23.	Michigan	MI						
24.	Minnesota	MN						
25.	Mississippi	MS						
26.	Missouri	MO						
27.	Montana	MT						
28.	Nebraska	NE						
29.	Nevada	NV						
30.	New Hampshire	NH						
31.	New Jersey	NJ						
32.	New Mexico	NM						
33.	New York	NY						
34.	North Carolina	NC						
35.	North Dakota	ND						
36.	Ohio	OH						
37.	Oklahoma	OK						
38.	Oregon	OR						
39.	Pennsylvania	PA						
40.	Rhode Island	RI						
41.	South Carolina	SC						
42.	South Dakota	SD						
43.	Tennessee	TN						
44.	Texas	TX						
45.	Utah	UT						
46.	Vermont	VT						
47.	Virginia	VA						
48.	Washington	WA						
49.	West Virginia	WV						
50.	Wisconsin	WI						
51.	Wyoming	WY						
52.	American Samoa	AS						
53.	Guam	GU						
54.	Puerto Rico	PR						
55.	US Virgin Islands	VI						
56.	Canada	CN						
57.	Aggregate Other Alien	OT						
58.	Totals							

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

[illegible]

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of **WAIVED** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

	Responses
MARCH FILING	
1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	YES
2. Will an actuarial opinion be filed by March 1?	YES
3. Will the Risk-based Capital Report be filed with the NAIC by March 1?	YES
4. Will the Risk-based Capital Report be filed with the state of domicile, if required by March 1?	YES
APRIL FILING	
5. Will the Management's Discussion and Analysis be filed by April 1?	YES
6. Will the Investment Risks Interrogatories be filed by April 1?	YES
JUNE FILING	
7. Will an audited financial report be filed by June 1?	YES

The following supplemental reports are required to be filed as part of your annual statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

MARCH FILING	
8. Will the Medicare Supplement Insurance Experience Exhibit be filed with the the state of domicile and the NAIC by March 1?	YES
9. Will the Supplemental Life data due March 1 be filed with the state of domicile and the NAIC?	NO
10. Will the Supplemental Property/Casualty data due March 1 be filed with the state of domicile and the NAIC?	NO
11. Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?	NO
APRIL FILING	
12. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile by April 1?	No
13. Will the Supplemental Life data due April 1 be filed with the state of domicile and the NAIC?	No
14. Will the Supplemental Property/Casualty data due April 1 be filed with the state of domicile and the NAIC?	No

Explanation:

Bar code:



MEDICARE SUPPLEMENT INSURANCE EXPERIENCE EXHIBIT

For The Year Ended December 31, 2005
(To Be Filed by March 1)

FOR THE STATE OF RI



53473200536040100

NAIC Group Code 1224 NAIC Company Code 53473
Address (City, State and Zip Code) PROVIDENCE, RI 02903-3279
Person Completing This Exhibit BRIAN M. O'MALLEY
Title AVP FINANCE & CORPORATE CONTROLLER Telephone Number 401-459-1924

1	2	3	4	5	6	7	8	9	10	Policies Issued Through 2002				Policies Issued in 2003, 2004, 2005			
										11	Incurred Claims		14	15	Incurred Claims		18
											12	13			16	17	
Compliance With OBRA	Policy Form Number	Standardized Medicare Supplement Benefit Plan	Medicare Select	Plan Characteristics	Date Approved	Date Approval Withdrawn	Date Last Amended	Date Closed	Policy Marketing Trade Name	Premiums Earned	Amount	Percent of Premiums Earned	Number of Covered Lives	Premiums Earned	Amount	Percent of Premiums Earned	Number of Covered Lives
YES	40	ABC	NO	0204060	07/01/1966		07/01/1996		PLAN 65	27,501,783	28,584,161	103.936	13,935	7,126,583	7,407,062	103.936	3,611
0199999	Total Experience on Individual Policies									27,501,783	28,584,161	103.936	13,935	7,126,583	7,407,062	103.936	3,611
YES	40	C	NO	0204060	07/01/1966		07/01/1996		PLAN 65	5,968,829	5,773,045	96.720	7,007	1,712,185	1,656,857	96.769	2,011
0299999	Total Experience on Group Policies									5,968,829	5,773,045	96.720	7,007	1,712,185	1,656,857	96.769	2,011

GENERAL INTERROGATORIES

1. If response in Column 1 is no, give full and complete details
2. Claims address and contact person provided to the Secretary of Health and Human Services as required by 42 U.S.C. 1395ss(c)(3)(E) for this state

2.1 Address: 444 WESTMINSTER ST PROVIDENCE, RI 02903-3279

2.2 Contact Person and Phone Number: BRAD WEAVER 401-459-2501
3. Billing address and contact person for user fees established under 41 U.S.C. 1395u(h)(3)(B).

3.1 Address: 444 WESTMINSTER ST PROVIDENCE, RI 02903-3279

3.2 Contact Person and Phone Number: BRAD WEAVER 401-459-2501
4. Explain any policies identified above as policy type "O"